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INCORPORATION

Albera
CONSUMER AND
CORPORATE AFFAIRS
Corporate Registry



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CONSUMER AND
CORPORATE AFFAIRS
Corporate Registry

10365 - 97 Street, Edmonton, Alberta, Canada T5J 3W7 403/427-2311 TWX 610-831-1942

IMPORTANT ANNOUNCEMENT

With the passing of recent legislation, effective June 13, 1984, Alberta Corporate Registry no longer examines proposed corporate names. This is further evidence of the Provincial Government's philosophy to deregulate and reduce the cost of government.

It is now necessary for persons applying for corporate names to obtain and submit Albert Search Reports (NUANS Reports) instead of a Name Search Request or a Name Check Reply with every corporate filing resulting in the use of a new corporate name in Alberta. Numbered corporations, federal corporations, and corporations which are reviving or reinstating within 3 years of being struck off the register are exempt from this requirement.

Persons applying for a name for an Alberta corporation, Co-Operative Association, or Credit Union, can make their own decision regarding the availability of their name; however, the Alberta Search Report on which they base their decision must be filed at Corporate Registry. When a Society, Religious Society, Non-Profit Company, Cemetery Company or Extra-Provincial Corporation applies for a name, Corporate Registry uses the Alberta Search Report supplied by the applicant to decide whether its proposed name is available for use in Alberta.

A list of Alberta Search Houses is attached for your convenience.

ALBERTA SEARCH HOUSES

CALGARY

A. ACCU SEARCH INC.

2nd Floor, 1725 - 10 Avenue S.W.
Calgary, AB, T3C 0K1 Phone: 229-3090
Tollfree: 1-800-272-5685

A C N NAMESEARCH LTD.

#990, 707 - 7 Avenue S.W.
Calgary, AB, T2P 3H6 Phone: 294-1663

ARVIC SEARCH SERVICES LTD.

518, 604 - 1 Street S.W.
Calgary, AB, T2P 1M7 Phone: 234-0844

CCNS CORPORATE SERVICES LTD.

1900 Monenco Place, 801 - 6 Avenue S.W.
Calgary, AB, T2P 3W2 Phone: 266-2909

NATIONAL TRADER INC.

729, 1202 Centre Street South
Calgary, AB, T2G 5A5 Phone: 263-5334

VAN'S ACCOUNTING SERVICES LTD.

202, 3515 - 32 Street N.E.
Calgary, AB, T1Y 5Y9 Phone: 291-2291

WENZEL & ERICKSON CORPORATE
REGISTRY SERVICES

#2000, 425 - 1 Street S.W., Esso Plaza East Tower
Calgary, AB, T2P 3L8 Phone: 266-8889

EDMONTON

A. ACCU SEARCH INC.

606 Royal Trust Tower, Edmonton Centre
Edmonton, AB, T5J 2Z2 Phone: 424-2340
Tollfree: 1-800-272-5685

ARMSTRONG COMPUSEARCH

12540 - 124 Street
Edmonton, AB, T5L 0N5 Phone: 451-5047
Tollfree: 1-800-661-9433

ARVIC SEARCH SERVICES LTD.

524 Oxford Tower, 10235 - 101 Street
Edmonton, AB, T5J 3G1 Phone: 421-8557
Tollfree: 1-800-262-9081

ONE-STOP SEARCH HOUSE LIMITED

908 Oxford Tower, 10235 - 101 Street
Edmonton, AB, T5J 3G1 Phone: 426-1791

SCI-COM DATA SERVICES (EDM) LTD.

Suite 1701, 10130 - 103 Street
Edmonton, AB, T5J 2P4 Phone: 424-6502

LETHBRIDGE

THE SECRETARIAT BUSINESS LTD.

205 Professional Bldg., 740 - 4 Avenue S.
Lethbridge, AB, T1J 0N8 Phone: 329-9123

FLETCHER, NORTON & POLLOCK

P.O. Box 338, 5th Street South, Suite 511
Lethbridge, AB, T1J 3Y7 Phone: 329-1414

RED DEER

CENELTA NAME & TITLE SEARCHES LTD.

3rd Floor, 4943 - 50 Street
Red Deer, AB, T4N 1Y1 Phone: 346-5591

CANADIANA
C2
FEB - 7 1986

INCORPORATION OF ALBERTA CORPORATIONS

PURPOSE OF THIS PAMPHLET

This pamphlet provides an easy reference guide to the filing requirements for incorporation under the Business Corporations Act.

The information in this pamphlet is provided for convenience to the reader. It is not intended to replace the Business Corporations Act nor is it meant to be an interpretation of this legislation.

HOW TO INCORPORATE

1. **Choose a name for the corporation.** Once you have decided to incorporate, generally the first step is to choose a suitable name for your new corporation. In Alberta the process for searching corporate names has been turned over to the private sector. When you have chosen a name for your corporation, you should contact a private search house for advice on the name and to obtain an Alberta Search Report on your proposed name. This report will help in determining if there are any other corporations with the same or a similar name. The original copy of the Alberta Search Report must accompany your other incorporation documents.

If you choose to incorporate a number corporation, an Alberta Search Report is not required. In item 1 of Forms 1, 3, and 6, the name should appear as _____ Alberta and your choice of legal element - Ltd., Limited, Corp., Corporation, Inc., Incorporated. (Example: _____ Alberta Ltd.). Corporate Registry will assign the number and insert it in your documents.

1. The following documents must be filed with Corporate Registry:

- a) Articles of Incorporation (Form 1)
Notice of Address (Form 3)
Notice of Directors (Form 6)
- b) An original Alberta Search Report, less than 91 days old,
relating to the name appearing on the Articles.
- c) A \$200.00 filing fee payable to the Provincial Treasurer.

The above forms are available at the Corporate Registry offices in Edmonton and Calgary as well as any of the Alberta Consumer and Corporate Affairs Regional Offices.

COMPLETION OF FORMS

Instructions for completion appear on the reverse side of each form.

(A) Articles of Incorporation (Form 1)

1. Name of Incorporation - The name must be identical to the name on the Alberta Search Report and must be uniform throughout the incorporating documents.
2. The Classes And Any Maximum Number Of Shares That The Corporation Is Authorized To Issue - It is important to note that only "no par value" shares can be issued under the Business Corporations Act. However, the incorporator may authorize different classes of shares. If different classes of shares are authorized, the privileges, rights, restrictions, and conditions attached to each class of shares must be stated. Further, the right to vote, the right to receive dividends, and the right to share the remaining property of the company on winding up, must be attached to one or more classes of shares, although they need not be attached to the same class. If only one class of shares is authorized, then it is assumed they carry all the above rights.
3. Restrictions If Any on Share Transfers - Any restrictions on the transfer of shares must be stated. If there are no restrictions, "N/A" or "NONE" must be filled in.
4. Number (or Minimum and Maximum Number) of Directors - A corporation which distributes shares to the public, and has more than 15 shareholders, must have at least three directors. Any other corporation, if it chooses, can have as few as one. A range of directors (e.g. not less than two or more than seven) is permissible.
5. If The Corporation is Restricted From Carrying On A Certain Business, Specify These Restrictions - If restrictions are to be placed on the business a corporation may carry on, name the restrictions. If there are no restrictions "N/A" or "NONE" must be filled in.
6. Other Provisions - Any other provisions which the corporation wishes to include that is permitted by the Act should be stated here.

The Business Corporations Act does not define "Private Company" as the Securities Act and Companies Act do. As a result, some small corporations under the Business Corporations Act **must now** also file under the Securities Act.

In order to avoid potential problems, when submitting Articles of Incorporation, it is advisable to include the Private Company provisions as defined in the Securities Act in the section "Other Provisions"

- (i) the right to transfer the corporation's shares is restricted.*

Please Note: *If this statement is included, Item 3 of the Articles of Incorporation must state how the transfer of shares will be restricted.*

- (ii) the number of the corporation's shareholders, exclusive of persons who are in its employment and exclusive of persons who having been formerly in the employment of the company, were, while in that employment, and have continued after the termination of that employment to be shareholders of the company, is limited to not more than 50, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder, and*

- (iii) any invitation to the public to subscribe for the corporation's securities is prohibited.*

Please Note: *All items on this form must be completed.*

- 7. The Articles Must be Dated and Signed by the Incorporator - The incorporator's address, including postal code must be completed in the appropriate space.*

(B) Notice of Address (Form 3)

- 3. Address of Registered Office - Every corporation must have a Registered Office within Alberta, which is a place for service by delivery and must be accessible to the public during normal business hours. A rural route number or a post office box is not acceptable, as these do not identify the location of the Registered Office. If no street address is available, a legal land description is acceptable, provided item 5 is completed with a post office box or rural route number.*
- 4. Records Address - If the corporation's records are to be kept at a location which differs from its Registered Office, this address should be set out. A post office box or rural route number are not acceptable for the Records Office.*
- 5. Post Office Box (Address for Service by Mail) - If the Registered Office address is not a mailing address, an address for service by mail must be set out here. ***(Rural Route or Box Number ONLY).****

Please Note: *The Registered Office, Records Address, and Mailing Address MUST be in Alberta.*

(C) Notice of Directors (Form 6)

5. Director(s) at Present – The Directors' full names, complete addresses, including postal codes, and a statement as to whether or not they are resident Albertans must be set out.
6. Resident Albertans – At least one half of the Directors of an Alberta corporation must be resident Albertans.

Please Note: Corporations cannot be Directors.

The Notice of Address (Form 3) and Notice of Directors (Form 6) must be signed and dated.

TYPES OF CORPORATIONS

There are three types of corporations which can be formed by following the procedures set out above.

1. **Corporations with 15 or Fewer Shareholders** – These are the most closely held corporations and are subject to the least amount of regulation, and are by far the most common incorporations in Alberta.
2. **Corporations with 16 or More Shareholders Not Distributing Shares to the Public** – These corporations must prepare shareholders' lists for meetings. They must comply with sections 143 and 144 of the Act regarding proxies and proxy solicitations, unless they are otherwise exempted by the Alberta Securities Commission or the Court.
3. **Corporations with 16 or More Shareholders Distributing Shares to the Public** This type of corporation is subject to the most regulation. It must, for example, file financial statements and interims with the Alberta Securities Commission. These corporations cannot restrict the transfer of their shares, except by constraint to non-residents.

Societies, not-for-profit companies, companies limited by guarantee, and specially limited companies **CANNOT** be incorporated under the Business Corporations Act.

CONTINUOUS FILING

On the anniversary of incorporation, each corporation must file an Annual Return (Form 22). A pre-printed form will be forwarded to the corporation's Registered Office or mailing address the month prior to its anniversary month. Failure to file this form may result in dissolution.

Within 15 days of a change of any of the following, notice in the prescribed form must be sent to the Corporate Registry:

- *Appointment/Change of Directors (Form 6)*
- *Change of Registered Office Address (Form 3)*

No fee is charged by Corporate Registry for filing Form 3, Form 6, and Form 22.

ADDRESSES:

For incorporation forms and information contact Corporate Registry offices at:

EDMONTON 427-0430 Corporate Registry 800, Hon. John E. Brownlee Building, 10365 - 97 Street Edmonton, Alberta T5J 3W7	CALGARY 297-3442 Corporate Registry 902, J.J. Bowlen Building 620 - 7 Avenue S.W. Calgary, Alberta T2P 0Y8
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Incorporation forms are also available at the Regional Offices listed below:

CALGARY 253-0909 301 Centre 70 7015 Macleod Trail South Box 5880, Postal Stn. "A" Calgary, Alberta T2H 2M9	LETHBRIDGE 381-5360 300 Professional Building 740 - 4 Avenue South Bag Service 3014 Lethbridge, Alberta T1J 4C7
EDMONTON 427-5782 3rd Floor Capilano Centre 9945 - 50 Street Edmonton, Alberta T6A 0L4	MEDICINE HAT 529-3535 219 Professional Building 770 - 6 Street S.W. Medicine Hat, Alberta T1A 4J6
FORT McMURRAY 743-7231 Provincial Building 5th Floor West Tower 9915 Franklin Avenue Fort McMurray, Alberta T9H 2K4	PEACE RIVER 624-6214 Provincial Building 9621 - 96 Avenue Bag 900, Box 9 Peace River, Alberta T0H 2X0
GRANDE PRAIRIE 538-5400 Provincial Building 10320 - 99 Street Box 7 Grande Prairie, Alberta T8V 6J4	RED DEER 340-5241 2nd Floor, Provincial Building 4920 - 51 Street Red Deer, Alberta T4N 6K8

A copy of the Business Corporations Act and Regulations may be obtained from:

EDMONTON 427-4952 Queen's Printer 11510 Kingsway Avenue Edmonton, Alberta T5G 0X5	CALGARY 297-6251 Queen's Printer 601, 620 - 7 Avenue S.W. Calgary, Alberta T2P 0Y8
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CONSUMER AND
CORPORATE AFFAIRS
Corporate Registry

8th Floor
10365 - 97 Street
Edmonton, Alberta
T5J 3W7

9th Floor, J.J. Bowlen Bldg.
620 - 7 Avenue S.W.
Calgary, Alberta
T2P 0Y8

FOR CASH REGISTER USE ONLY

YOUR FILE NUMBER		NAME OF CORPORATION — EXISTING OR PROPOSED (FOR WHICH SERVICES ARE REQUIRED)	AMOUNT		CORPORATE ACCESS NUMBER (if known)

2. NAME _____ TELEPHONE NO. _____

ADDRESS _____ TELEX/TWX: _____

POSTAL CODE _____ DATE _____

3. PAID BY:

[illegible]

EXPIRY DATE _____

SIGNATURE OF CARD HOLDER_____

☐ CASH

☐ CHEQUE NO. _____

4. SERVICE WILL BE:

☐ PICKED UP ☐ MAILED OUT

MAILED OUT

☐ EDM. ☐ RED DEER ☐ PEACE RIVER ☐ GR. PRAIRIE

RED DEER

PEACE RIVER

GR. PRAIRIE

☐ CALG. ☐ LETH. ☐ FT. McMURRAY ☐ MED. HAT

☐ LETH.

FT. McMURRAY

MED. HAT

PLEASE COMPLETE A SEPARATE REQUEST FOR EACH TRANSACTION REQUESTED ☒

<input type="checkbox"/> STATUS	<input type="checkbox"/> DISSOLUTION/LIQUID.	<input type="checkbox"/> INCORPORATION	<input type="checkbox"/> DISCHARGE/RECEIVER
<input type="checkbox"/> PHOTO COPIES <input type="checkbox"/> DIAZO COPIES	<input type="checkbox"/> DISCONTINUANCE	<input type="checkbox"/> NAME CHANGE	<input type="checkbox"/> MORTGAGE
<input type="checkbox"/> CERTIFIED COPIES	<input type="checkbox"/> REVIVAL/RESTORATION	<input type="checkbox"/> TRADE STYLE/FR. EQUIV.	<input type="checkbox"/> ARTICLES OF REORG.
<input type="checkbox"/> ANNUAL RETURN	<input type="checkbox"/> AMALGAMATION	<input type="checkbox"/> ARTICLES OF AMEND.	<input type="checkbox"/> REGISTRATION
<input type="checkbox"/> PAYMENT ON ACCOUNT	<input type="checkbox"/> CONTINUATION	<input type="checkbox"/> RESTATED ARTICLES	<input type="checkbox"/> OTHER

SPECIAL INSTRUCTIONS:
(Client)

REQUESTED BY:

(PLEASE SIGN CLEARLY)

CORPORATE REGISTRY - AUDIT

CONSUMER AND
CORPORATE AFFAIRS
Corporate Registry

8th Floor
10365 - 97 Street
Edmonton, Alberta
T5J 3W7

9th Floor, J.J. Bowlen Bldg.
620 - 7 Avenue S.W.
Calgary, Alberta
T2P 0Y8

FOR CASH REGISTER USE ONLY

YOUR FILE NUMBER		NAME OF CORPORATION – EXISTING OR PROPOSED (FOR WHICH SERVICES ARE REQUIRED)	AMOUNT		CORPORATE ACCESS NUMBER (if known)

NAME _____ TELEPHONE NO. _____

ADDRESS _____ TELEX/TWX _____

POSTAL CODE _____
DATE _____

PAID BY:

[illegible]

EXPIRY DATE _____

SIGNATURE OF CARD HOLDER _____

☐ CASH☐ CHEQUE NO. _____

4. SERVICE WILL BE:

☐ PICKED UP ☐ MAILED OUT☐ EDM. ☐ RED DEER ☐ PEACE RIVER ☐ GR. PRAIRIE

☐ CALG. ☐ LETH. ☐ FT. McMURRAY ☐ MED. HAT

PLEASE COMPLETE A SEPARATE REQUEST FOR EACH TRANSACTION REQUESTED ☒

☐ STATUS ☐ DISSOLUTION/LIQUID. ☐ INCORPORATION ☐ DISCHARGE/RECEIVER

☐ PHOTO COPIES ☐ DIAZO COPIES ☐ DISCONTINUANCE ☐ NAME CHANGE ☐ MORTGAGE

☐ CERTIFIED COPIES ☐ REVIVAL/RESTORATION ☐ TRADE STYLE/FR. EQUIV. ☐ ARTICLES OF REORG.

☐ ANNUAL RETURN ☐ AMALGAMATION ☐ ARTICLES OF AMEND. ☐ REGISTRATION

☐ PAYMENT ON ACCOUNT ☐ CONTINUATION ☐ RESTATED ARTICLES ☐ OTHER

SPECIAL INSTRUCTIONS:
(Client)

REQUESTED BY:

(PLEASE SIGN CLEARLY)

CORPORATE REGISTRY - FILE

CONSUMER AND
CORPORATE AFFAIRS
Corporate Registry

8th Floor
10365 - 97 Street
Edmonton, Alberta
T5J 3W7

9th Floor, J.J. Bowlen Bldg.
620 - 7 Avenue S.W.
Calgary, Alberta
T2P 0Y8

FOR CASH REGISTER USE ONLY

1.

YOUR FILE NUMBER	NAME OF CORPORATION — EXISTING OR PROPOSED (FOR WHICH SERVICES ARE REQUIRED)	AMOUNT	CORPORATE ACCESS NUMBER (if known)

2. NAME _____ TELEPHONE NO. _____

ADDRESS _____ TELEX/TWX: _____

POSTAL CODE _____ DATE _____

3. PAID BY:

[illegible]

EXPIRY DATE _____

SIGNATURE OF CARD HOLDER _____

☐ CASH

☐ CHEQUE NO. _____

4. SERVICE WILL BE:

☐ PICKED UP ☐ MAILED OUT☐ EDM. ☐ RED DEER ☐ PEACE RIVER ☐ GR. PRAIRIE☐ CALG. ☐ LETH. ☐ FT. McMURRAY ☐ MED. HAT

5. PLEASE COMPLETE A SEPARATE REQUEST FOR EACH TRANSACTION REQUESTED ☒

<input type="checkbox"/> STATUS	<input type="checkbox"/> DISSOLUTION/LIQUID.	<input type="checkbox"/> INCORPORATION	<input type="checkbox"/> DISCHARGE/RECEIVER
<input type="checkbox"/> PHOTO COPIES <input type="checkbox"/> DIAZO COPIES	<input type="checkbox"/> DISCONTINUANCE	<input type="checkbox"/> NAME CHANGE	<input type="checkbox"/> MORTGAGE
<input type="checkbox"/> CERTIFIED COPIES	<input type="checkbox"/> REVIVAL/RESTORATION	<input type="checkbox"/> TRADE STYLE/FR. EQUIV.	<input type="checkbox"/> ARTICLES OF REORG.
<input type="checkbox"/> ANNUAL RETURN	<input type="checkbox"/> AMALGAMATION	<input type="checkbox"/> ARTICLES OF AMEND.	<input type="checkbox"/> REGISTRATION
<input type="checkbox"/> PAYMENT ON ACCOUNT	<input type="checkbox"/> CONTINUATION	<input type="checkbox"/> RESTATED ARTICLES	<input type="checkbox"/> OTHER

SPECIAL INSTRUCTIONS:
(Client)

REQUESTED BY:

(PLEASE SIGN CLEARLY)

CORPORATE REGISTRY



REQUEST FOR CORPORATE SERVICES

CCA-06.079
(Rev. 9/85)CONSUMER AND
CORPORATE AFFAIRS
Corporate Registry8th Floor
10365 - 97 Street
Edmonton, Alberta
T5J 3W79th Floor, J.J. Bowlen Bldg.
620 - 7 Avenue S.W.
Calgary, Alberta
T2P 0Y8

FOR CASH REGISTER USE ONLY

YOUR FILE NUMBER	NAME OF CORPORATION — EXISTING OR PROPOSED (FOR WHICH SERVICES ARE REQUIRED)	AMOUNT	CORPORATE ACCESS NUMBER (if known)

2. NAME _____ TELEPHONE NO. _____

ADDRESS _____ TELEX/TWX: _____

POSTAL CODE _____ DATE _____

3. PAID BY:

☐ MASTER CARD☐ VISA

EXPIRY DATE _____

SIGNATURE OF CARD HOLDER _____

☐ CASH☐ CHEQUE NO. _____

4. SERVICE WILL BE:

☐ PICKED UP ☐ MAILED OUT☐ EDM. ☐ RED DEER ☐ PEACE RIVER ☐ GR. PRAIRIE☐ CALG. ☐ LETH. ☐ FT. McMURRAY ☐ MED. HATPLEASE COMPLETE A SEPARATE REQUEST FOR EACH TRANSACTION REQUESTED ☒

- | | | | |
|---------------------------------------------|----------------------------------------------|-------------------------------------------------|---------------------------------------------|
| <input type="checkbox"/> STATUS | <input type="checkbox"/> DISSOLUTION/LIQUID. | <input type="checkbox"/> INCORPORATION | <input type="checkbox"/> DISCHARGE/RECEIVER |
| <input type="checkbox"/> PHOTO COPIES | <input type="checkbox"/> DIAZO COPIES | <input type="checkbox"/> DISCONTINUANCE | <input type="checkbox"/> NAME CHANGE |
| <input type="checkbox"/> CERTIFIED COPIES | <input type="checkbox"/> REVIVAL/RESTORATION | <input type="checkbox"/> TRADE STYLE/FR. EQUIV. | <input type="checkbox"/> ARTICLES OF REORG. |
| <input type="checkbox"/> ANNUAL RETURN | <input type="checkbox"/> AMALGAMATION | <input type="checkbox"/> ARTICLES OF AMEND. | <input type="checkbox"/> REGISTRATION |
| <input type="checkbox"/> PAYMENT ON ACCOUNT | <input type="checkbox"/> CONTINUATION | <input type="checkbox"/> RESTATED ARTICLES | <input type="checkbox"/> OTHER |

SPECIAL INSTRUCTIONS:
(Client)

REQUESTED BY:

(PLEASE SIGN CLEARLY)

CLIENT'S COPY

REQUEST FOR CORPORATE SERVICES INSTRUCTIONS

- ITEM 1 Indicate the name(s) of the corporation(s) and if known the access number. When the service being requested is a name change, trade style/french equivalent or amalgamation list the current name(s) as well as the proposed name(s).
- ITEM 2 State complete name, address, telephone number and if applicable the TWX or Telex number of the individual or firm requesting the service. Indicate the date of submission of the form.
- ITEM 3 State what form of payment is accompanying the request. The cheque number or account number **must** be filled in when applicable.
- ITEM 4 Indicate whether the service is to be mailed out or picked up. If it is to be picked up indicate whether this will be done at our Edmonton, Calgary or designated Regional Office.
- ITEM 5 Check only one item (type of service) per request.
- ITEM 6 Special instructions must be indicated as applicable. When requesting photocopies or certified copies state specifically which documents are to be copied.
- ITEM 7 An individual's signature is required when services are requested on behalf of a firm.

Completed form with all applicable documentation attached and the appropriate fee, payable to the Provincial Treasurer are to be sent to:

CORPORATE REGISTRY
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
8th FLOOR
10365-97 STREET
EDMONTON, ALBERTA.
T5J 3W7

CORPORATE REGISTRY
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
9th FLOOR, J.J. BOWLEN BLDG.
620-7th AVENUE S.W.
CALGARY, ALBERTA.
T2P 0Y8

RED DEER REGIONAL OFFICE
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
2nd FLOOR, PROVINCIAL BLDG.
4920-51 STREET
RED DEER, ALBERTA.
T4N 6K8

LETHBRIDGE REGIONAL OFFICE
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
300 PROFESSIONAL BLDG.
740-4th AVENUE SOUTH
BAG SERVICE 3014
LETHBRIDGE, ALBERTA.
T1J 4C7

PEACE RIVER REGIONAL OFFICE
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
PEACE RIVER PROVINCIAL BLDG.
9621-96 AVENUE
BAG 900 BOX 9
PEACE RIVER, ALBERTA.
T0H 2X0

FT. McMURRAY REGIONAL OFFICE
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
5th FLOOR, WEST TOWER
9915 FRANKLIN AVENUE
FT. McMURRAY, ALBERTA.
T9H 2K4

GRANDE PRAIRIE REGIONAL OFFICE
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
GRANDE PRAIRIE PROVINCIAL BLDG.
10320-99 STREET
BOX 7
GRANDE PRAIRIE, ALBERTA.
T8V 6J4

MEDICINE HAT REGIONAL OFFICE
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
303 PROVINCIAL BLDG.
770-6th STREET S.W.
MEDICINE HAT, ALBERTA.
T1A 8J6



CONSUMER AND
CORPORATE AFFAIRS

ARTICLES OF INCORPORATION

1. NAME OF CORPORATION.

2. THE CLASSES AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE.

3. RESTRICTIONS IF ANY ON SHARE TRANSFERS.

4. NUMBER (OR MINIMUM AND MAXIMUM NUMBER) OF DIRECTORS.

5. IF THE CORPORATION IS RESTRICTED FROM CARRYING ON A CERTAIN BUSINESS, SPECIFY THESE RESTRICTIONS.

6. OTHER PROVISIONS IF ANY.

7. DATE:

INCORPORATORS NAMES:	ADDRESS (INCLUDE POSTAL CODE)	SIGNATURE

FOR DEPARTMENTAL USE ONLY

w

CORPORATE ACCESS NO.

CCA-06.101
(REV. 1/85)

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INCORPORATION DATE



CONSUMER AND
CORPORATE AFFAIRS

ARTICLES OF INCORPORATION

1. NAME OF CORPORATION.

2. THE CLASSES AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE.

3. RESTRICTIONS IF ANY ON SHARE TRANSFERS.

4. NUMBER (OR MINIMUM AND MAXIMUM NUMBER) OF DIRECTORS.

5. IF THE CORPORATION IS RESTRICTED FROM CARRYING ON A CERTAIN BUSINESS, SPECIFY THESE RESTRICTIONS.

6. OTHER PROVISIONS IF ANY.

7. DATE:

INCORPORATORS NAMES:	ADDRESS (INCLUDE POSTAL CODE)	SIGNATURE

FOR DEPARTMENTAL USE ONLY

w

CORPORATE ACCESS NO.

CCA-06.101
(REV. 1/85)

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INCORPORATION DATE

BUSINESS CORPORATIONS ACT
ARTICLES OF INCORPORATION

Form 1

INSTRUCTIONS

FORMAT

Documents required to be sent to the Registrar pursuant to the Business Corporations Act must conform to Section 1 of the Regulations made under the Act.

ITEM 1

Set out a proposed Corporate Name that complies with Sections 10 and 12 of the Act.

ITEM 2

Set out the details required by paragraph 6 (1) (b) of the Act, including details of the rights, privileges, restrictions and conditions attached to each class of shares. All shares must be without nominal or par value and must comply with the provisions of Part 5 of the Act.

ITEM 3

If restrictions are to be placed on the right to transfer shares of the corporation, set out a statement to this effect and the nature of such restrictions. — If "Not Applicable" please indicate such.

ITEM 4

State the number of directors or a minimum and maximum number of directors.

ITEM 5

If restrictions are to be placed on the business a corporation may carry on, name the restrictions and indicate whether they are restricted **FROM** carrying on business or restricted **TO** carrying on the particular business.

ITEM 6

Set out any provisions permitted by the Act or Regulations to be set out in the bylaws of the corporation that are to form part of the articles. — If there are no other provisions please indicate such ("None").

ITEM 7

Indicate the date on which the Articles of Incorporation are signed by the incorporators. Each incorporator must state his name, residential address and affix his signature. If an incorporator is a corporation, state the name of the corporation, the address of its registered office and affix a signature of a person authorized by the corporation.

OTHER DOCUMENTS

The articles must be accompanied by a Notice of Address (Form 3), a Notice of Directors (Form 6) and an Alberta Search Report. Note that Forms 3 and 6 must be sent to the Registrar within 15 days of any change in accordance with Section 108(1) of the Act.

Due to limited space, an appropriate attachment in duplicate adhering to Section 1 of the Regulations will be accepted. Completed documents in duplicate and the incorporation fee of \$200.00, payable to the Provincial Treasurer are to be sent to:

CORPORATE REGISTRY
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
8th FLOOR
10365 - 97 STREET
EDMONTON, ALBERTA
T5J 3W7

CORPORATE REGISTRY
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
902, J. J. BOWLEN BLDG.
620 - 7 AVENUE S.W.
CALGARY, ALBERTA.
T2P 0Y8



CONSUMER AND
CORPORATE AFFAIRS

NOTICE OF ADDRESS OR
NOTICE OF CHANGE OF ADDRESS

1. NAME OF CORPORATION.

2. CORPORATE ACCESS NO.

3. ADDRESS OF REGISTERED OFFICE.

4. RECORDS ADDRESS.

5. POST OFFICE BOX (ADDRESS FOR SERVICE BY MAIL)

6. DATE

SIGNATURE

TITLE

FOR DEPARTMENTAL USE ONLY

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CONSUMER AND
CORPORATE AFFAIRS

NOTICE OF ADDRESS OR
NOTICE OF CHANGE OF ADDRESS

1. NAME OF CORPORATION.

2. CORPORATE ACCESS NO.

3. ADDRESS OF REGISTERED OFFICE.

4. RECORDS ADDRESS.

5. POST OFFICE BOX (ADDRESS FOR SERVICE BY MAIL)

6. DATE

SIGNATURE

TITLE

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BUSINESS CORPORATIONS ACT
NOTICE OF ADDRESS OR
NOTICE OF CHANGE OF ADDRESS

Form 3

INSTRUCTIONS

FORMAT:

This form must be sent to the Registrar upon incorporation, continuance or amalgamation or within 15 days of a change.

Documents required to be sent to the Registrar pursuant to the Business Corporations Act must conform to Section 1 of the Regulations made under the Act.

For new corporations, continuances or amalgamations, Items 1, 3 and 6 **must** be completed, as well as 4 or 5 if applicable.

For changes, Items 1, 2 and 6 **must** be completed; as well as the address to be changed. (3, 4 or 5).

ITEM 1

Set out full legal name of the corporation.

ITEM 2

This number is located on the top right hand corner of the Certificate of Incorporation, Continuance or Amalgamation.

ITEM 3

This address is required for all Corporations; it is a place for service by delivery, it must be accessible to the public during normal business hours, and it must be within Alberta. The complete street address must be set out, including the postal code. If no street address is available, a legal land description is acceptable provided item 5 is also completed with a post office box or a rural route number.

ITEM 4

This section is to be completed if the company records are kept at a place in Alberta other than the Registered Office. The records address must be accessible to the public during business hours. The complete address must be set out, including the postal code.

ITEM 5

This section is to be completed only if the address for service by mail differs from the Registered Office address. This address must be within Alberta and **can only be a post office box**. The complete address must be set out including the postal code.

ITEM 6

A director or authorized officer of the corporation must sign and date the notice and indicate his/her relationship to the corporation (TITLE).

Due to limited space, an appropriate attachment adhering to Section 1 of the Regulations will be accepted.
Completed documents in duplicate are to be sent to:

CORPORATE REGISTRY
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
8th FLOOR
10365 - 97 STREET
EDMONTON, ALBERTA
T5J 3W7

CORPORATE REGISTRY
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
9th FLOOR, J. J. BOWLEN BLDG.
620 - 7 AVENUE S.W.
CALGARY, ALBERTA.
T2P 0Y8



CONSUMER AND
CORPORATE AFFAIRS

NOTICE OF DIRECTORS OR
NOTICE OF CHANGE OF DIRECTORS

1. NAME OF CORPORATION.

2. CORPORATE ACCESS NO.

3. NOTICE IS GIVEN THAT ON THE _____ DAY OF _____ 19 _____ THE FOLLOWING PERSON(S)
WERE **APPOINTED** DIRECTOR(S):

NAME	MAILING ADDRESS	RESIDENT ALBERTAN

4. NOTICE IS GIVEN THAT ON THE _____ DAY OF _____ 19 _____ THE FOLLOWING PERSON(S)
CEASED TO HOLD OFFICE AS DIRECTOR(S):

NAME	MAILING ADDRESS

5. THE DIRECTORS OF THE CORPORATION AS OF THIS DATE ARE:

NAME	MAILING ADDRESS	RESIDENT ALBERTAN

6. ARE AT LEAST ONE-HALF OF THE MEMBERS OF THIS BOARD OF DIRECTORS RESIDENT ALBERTANS? ☐ YES ☐ NO
(TO BE COMPLETED BY ALBERTA CORPORATIONS ONLY)

7. DATE	SIGNATURE	TITLE

FOR DEPARTMENTAL USE ONLY

FILED

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CONSUMER AND
CORPORATE AFFAIRS

NOTICE OF DIRECTORS OR
NOTICE OF CHANGE OF DIRECTORS

1. NAME OF CORPORATION.

2. CORPORATE ACCESS NO.

3. NOTICE IS GIVEN THAT ON THE _____ DAY OF _____ 19 _____ THE FOLLOWING PERSON(S)
WERE **APPOINTED** DIRECTOR(S):

NAME	MAILING ADDRESS	RESIDENT ALBERTAN

4. NOTICE IS GIVEN THAT ON THE _____ DAY OF _____ 19 _____ THE FOLLOWING PERSON(S)
CEASED TO HOLD OFFICE AS DIRECTOR(S):

NAME	MAILING ADDRESS

5. THE DIRECTORS OF THE CORPORATION AS OF THIS DATE ARE:

NAME	MAILING ADDRESS	RESIDENT ALBERTAN

6. ARE AT LEAST ONE-HALF OF THE MEMBERS OF THIS BOARD OF DIRECTORS RESIDENT ALBERTANS? ☐ YES ☐ NO
(TO BE COMPLETED BY ALBERTA CORPORATIONS ONLY)

7. DATE	SIGNATURE	TITLE

FOR DEPARTMENTAL USE ONLY

FILED

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BUSINESS CORPORATIONS ACT
NOTICE OF DIRECTORS OR NOTICE OF CHANGE OF DIRECTORS

Form 6

INSTRUCTIONS

FORMAT

For Alberta corporations this form must be sent to the Registrar upon incorporation, continuance or amalgamation or within 15 days of a change.

For Extra-Provincial corporations this form must be sent to the Registrar within 1 month of a change. Documents required to be sent to the Registrar pursuant to the Business Corporations Act must conform to Section 1 of the Regulations made under the Act.

For new corporations, continuations or amalgamations, Items 1, 5, 6, and 7 must be completed.

For changes, Items 1, 2, 5, 6, and 7 must be completed, as well as Items 3 and/or 4 where applicable.

For Extra-Provincial corporations, Items 1, 2, 5, and 7 must be completed, as well as Items 3 and/or 4 where applicable.

ITEM 1

Set out full legal name of the corporation.

ITEM 2

The corporate access number is located on the top right hand corner of the Certificate of Incorporation, Continuance, Amalgamation or Registration.

ITEM 3

Indicate the complete date; surname first, followed by given name(s); and the complete mailing address including the postal code. Resident Albertan? — indicate Yes or No for Alberta corporations only.

ITEM 4

Indicate the complete date; surname first, followed by given name(s) and the complete mailing address including the postal code.

ITEM 5

Indicate surname first, followed by given name(s) and the complete mailing address, including the postal code. Resident Albertan? — indicate Yes or No for Alberta corporations only.

ITEM 6

To be completed by Alberta corporations only. The Business Corporations Act requires that at least half of the Directors of an Alberta corporation be resident Albertans. Does this corporation meet this requirement? Mark an 'X' in the appropriate box.

ITEM 7

A director or authorized officer of the corporation must sign and date the notice and indicate his/her relationship to the corporation (TITLE). If a new incorporation; an incorporator shall sign this notice.

Due to limited space, an appropriate attachment adhering to Section 1 of the Regulations will be accepted.
Completed documents in duplicate are to be sent to:

CORPORATE REGISTRY
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
8th FLOOR
10365 - 97 STREET
EDMONTON, ALBERTA
T5J 3W7

CORPORATE REGISTRY
ALBERTA CONSUMER AND
CORPORATE AFFAIRS
9th FLOOR, J. J. BOWLEN BLDG.
620 - 7 AVENUE S.W.
CALGARY, ALBERTA.
T2P 0Y8

N.L.C. - B.N.C.



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